

BAG/STX/letters/2024-25/AM/1329  
April 08, 2024

To,  
The Listing Compliance Monitoring Team  
BSE Limited  
P J Tower, Dalal Street,  
Mumbai-400 001  
Phone: 91-22-22728561

**BSE-SYMBOL: 532507**

**Sub: Delay Submission of Proceedings of General Meetings**

Dear Sir/Madam,

This has reference to your email dated April 06, 2024 with regard to the delay in submission of proceeding of general meeting as per the provisions of Regulation 30(6) read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

We would like to submit that the Company always adheres to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI Listing Regulations") read with the provisions of SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 regarding disclosure of event or information with in stipulated time.

Further, we would like to submit that the Company had submitted all the information with your august office through BSE Listing Centre with regard to 30<sup>th</sup> Annual General Meeting (AGM) held on Wednesday September 27, 2023 with in stipulated time including submission of proceeding of AGM. However, it appears that due to technical glitch in our system, the information could not be succcessfully uploaded. We tried several times to submit such information throuh BSE Listing Centre but failed to submit.


Therefore, you are requested to please Condon this inadvertent delay and oblige.

In response to your request, we hereby elclosed the revised Proceedings pertaining to 30<sup>th</sup> Annual General Meeting held on Wednesday, September 27, 2023 as requested.

Thanking You

Yours sincerely

For **B.A.G. Films and Media Limited**

  
**(Rajeev Parashar)**  
**Company Secretary &  
Compliance Officer**

Encl: a/a



## SUMMARY OF PROCEEDINGS OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF B.A.G. FILMS AND MEDIA LIMITED

The 30<sup>th</sup> Annual General Meeting (AGM) of the Members of B.A.G. Films and Media Limited ('the Company') was held on Wednesday, September 27, 2023 at 4:30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in compliance with the provisions of the Companies Act, 2013 (as amended) and rules made thereunder ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular issued by Ministry of Corporate Affairs vide its Circular Number 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021, 02/2022 dated 5th May 2022 and Circular No. 10/2022 dated 28th December, 2022 (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/ CIR/2022/0063 dated 13th May, 2022 and and Circular No. SEBI/HO/CRD/PoD-2/P/ CIR/2023/4 dated January 05, 2023 (collectively referred to as "SEBI Circulars") issued by the Securities and Exchange Board of India (SEBI). The meeting commenced at 4:30 p.m. (IST).

Mr. Rajeev Parashar, Company Secretary and Compliance Officer, welcomed the Members and provided the general instructions to be followed by the Members and registered speakers during the Meeting. The Company Secretary requested the Chairperson, Ms. Anuradha Prasad Shukla to chair the Meeting of the Company.

The Company Secretary informed the Members that the Company has taken all the requisite steps to enable the members to participate through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and vote at the AGM.

All Directors were present through Video Conferencing from various locations. The representative of Statutory Auditors and Secretarial Auditors were also present through Video Conferencing.

The Company Secretary requested all the Directors who had joined the meeting to introduce themselves and mention the location from where they were attending the meeting from. The following Directors, present in the Meeting introduced themselves one by one:

Ms. Anuradha Prasad Shukla	Chairperson and Managing Director
Mr. Chandan Kumar Jain	Independent Director and Chairman of the Audit Committee and Nomination and Remuneration Committee
Mr. Sudhir Shukla	Non-Executive Director and Chairman of the Stakeholders Relationship Committee
Mr. Arshit Anand	Independent Director

Ms. Urmila Gupta	Independent Director
Mr. Sanjeev Kumar Dubey	Non-Executive Director

The Statutory Auditors, Chief Financial Officer and Secretarial Auditor were also present and marked their attendance.

The Company Secretary informed that the required Statutory Registers and documents referred in the AGM were available electronically for inspection by the Members during the AGM.

Ms. Anuradha Prasad Shukla, Chairperson and Managing Director of the Company welcomed all the Members, Directors, Auditors and other Officers at the 30<sup>th</sup> AGM of the Company.

The requisite quorum being present through Video Conferencing, the Chairperson called the meeting to order.

The Chairperson commenced her speech and summarized the business operations and financial performance of the Company. She spoke briefly about the different segments of business & operation and the preparedness of the Company for the future opportunities.

The Company Secretary informed the members that there being no qualification on financial transactions or matters in the Auditors Report, the same was taken as read with their consent.

With the consent of the Members, the Notice convening the 30<sup>th</sup> AGM of the Company as circulated to the Members was taken as read.

The following items of business as set out in the Notice of 30<sup>th</sup> AGM were transacted at the AGM:

**Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Sudhir Shukla (DIN: 01567595) who retires by rotation and being eligible, offers himself for re-appointment.

**Special Business:**

3. Approval of Material Related Party Transactions with B.A.G. Convergence Private Limited

The Company Secretary informed the Members that in compliance with the provisions of the Companies Act, 2013 read with the Rules framed there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars, the Company had provided remote e-voting facility before the AGM through the services of National Securities Depository Limited (NSDL), which commenced on Saturday, September 23, 2023 at 9:00 am (IST) and ends on Tuesday, September 26, 2023 at 05:00 p.m. IST. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Wednesday, September 20, 2023 had cast their votes electronically.

  
Company Secretary

Further, Members who were present in the AGM through VC/OAVM facility and had not cast their vote through Remote E- voting were provided an opportunity to cast their vote electronically during the AGM through the National Securities Depositories Limited (NSDL) platform on all the 3 Resolutions of Ordinary and Special businesses as set out in the Notice of AGM.

The Chairperson then invited the Members who had registered themselves as speakers to raise queries, if any, or offer any comments related to the resolutions, Reports and Financial Statements and operations of the Company. Total six registered speaker shareholders spoke / raised queries for which necessary clarifications and responses were provided. The Chairperson appreciated the shareholders for raising pertinent queries and thanked them for their support.

The Company Secretary informed the Members that Ms. Balika Sharma (Membership No. 3222) senior partner of M/s Balika Sharma & Associates, Company Secretaries has been appointed as scrutinizer to scrutinize the vote cast through remote E-voting and electronic voting to conduct E-voting at the AGM.

The Shareholders were informed that the voting results would be declared after considering the Remote E-voting and e-voting done by shareholders present at the AGM.

The Chairperson authorized the Company Secretary to submit the voting results within two working days being not later than three days of the conclusion of the AGM along with the Consolidated Scrutinizer's Report to the Stock Exchanges (NSE and BSE) and to place on the website of the Company and NSDL.

The Chairperson thereafter thanked all the Shareholders, Directors, Auditors and others for participation at the AGM and for their constructive suggestion and observation.

The Company Secretary informed the Members that voting on the NSDL platform would continue for another 15 minutes to enable the shareholders to cast their votes.


The AGM concluded at 5:17 p.m. (IST) (including the time allowed for e-voting at the AGM).

This is for your kind information and record.

Thanking You

Yours sincerely

For **B.A.G. Films and Media Limited**  
B.A.G. Films and Media Limited

  
(Rajeev Parashar)  
Company Secretary  
**Company Secretary &  
Compliance Officer**